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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

)	
In re:)	Chapter 11
)	
PURDUE PHARMA L.P., <i>et al.</i> , ¹)	Case No. 19-23649 (SHL)
)	
Debtors.)	(Jointly Administered)
)	

**FIFTH SUPPLEMENTAL DECLARATION OF JAMIE O'CONNELL
IN CONNECTION WITH THE EMPLOYMENT AND RETENTION
OF PJT PARTNERS LP AS INVESTMENT BANKER TO
THE DEBTORS AND DEBTORS IN POSSESSION**

I, John James O'Connell III, hereby declare:

¹ The Debtors in these cases, along with the last four digits of each Debtor's registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors' corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

1. I am a Partner in the Restructuring and Special Situations Group at PJT Partners LP (“PJT”). PJT has been engaged as the investment banker to the above-captioned debtors and debtors in possession (collectively, the “Debtors”).

2. On November 5, 2019, the Debtors filed the *Debtors’ Application to Employ PJT Partners LP as Investment Bankers Nunc Pro Tunc to the Petition Date* [Docket No. 430] (the “Application”).²

3. In connection with the Application, Timothy Coleman submitted his initial declaration (the “Initial Declaration”) describing PJT’s connections to the Debtors and other potential parties in interest (the “PII”). The Initial Declaration was appended to the Application as Exhibit B.

4. On December 5, 2019, Mr. Coleman submitted his *Supplemental Declaration of Timothy Coleman in Support of the Debtors’ Application to Employ PJT Partners LP as Investment Banker Nunc Pro Tunc to the Petition Date* [Docket No. 590]. On December 17, 2019, Mr. Coleman submitted his *Amended Supplemental Declaration of Timothy Coleman in Support of the Debtors’ Application to Employ PJT Partners LP as Investment Banker Nunc Pro Tunc to the Petition Date* [Docket No. 657].

5. On January 9, 2020, this Court entered the *Order Approving the Debtors’ Employment of PJT Partners LP as Investment Bankers Nunc Pro Tunc to the Petition Date* [Docket No. 728].

6. On September 23, 2020, Mr. Coleman submitted his *Second Supplemental Declaration of Timothy Coleman in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors’ and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 1719].

7. On January 29, 2021, Mr. Coleman submitted his *Third Supplemental*

² All capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application.

Declaration of Timothy Coleman in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors' and Debtors in Possession Nunc Pro Tunc to the Petition Date [Docket No. 2337].

8. On May 4, 2021, I submitted my *Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 2803].

9. On October 6, 2021, I submitted my *Second Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 3903].

10. On March 16, 2022, I submitted my *Third Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 4528]

11. On October 31, 2022, I submitted my *Fourth Supplemental Declaration of Jamie O'Connell in Connection with the Employment and Retention of PJT Partners LP as Investment Banker to the Debtors and Debtors in Possession* [Docket No. 5203]

12. I hereby submit this supplemental declaration to describe the below additional connections of PJT to the PII:

- a. PJT has been engaged to provide financial advisory services to a group of lenders to a company in a confidential matter. The members of such group include Bank of America and JP Morgan Chase, each of which is a PII. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- b. PJT has been engaged to provide financial advisory services to Comcast Corporation, one of the PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- c. An affiliate of PJT has been engaged to provide financial advisory services to a company in a confidential matter. Goldman Sachs & Co., one of the

PII, is an equity holder in such company. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.

- d. An affiliate of PJT has been engaged to provide financial advisory services to an ad hoc group of creditors to a company in a confidential matter. The members of such ad hoc group include JP Morgan Chase, one of the PII. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.
- e. PJT has been engaged to provide financial advisory services to an affiliate of each of The Insurance Company of the State of Pittsburgh and National Union Fire Insurance Company of Pittsburgh, Pa., each of which is a PII, in a confidential matter. This engagement is wholly unrelated to the Debtors and these chapter 11 cases, and PJT does not believe that the interests of the Debtors or their estates are adversely affected by such engagement.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

Dated: February 27, 2023
New York, New York

/s/ John James O'Connell III
John James O'Connell III
Partner
PJT Partners LP